

Davis Polk & Wardwell LLP
450 Lexington Avenue
New York, New York 10017
Telephone: (212) 450-4000
Facsimile: (212) 701-5800

*Attorneys for Sterling Equities Associates
and Certain Affiliates*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

----- x
SECURITIES INVESTOR
PROTECTION CORPORATION,
Plaintiff-Appellant,

:
SIPA LIQUIDATION
(Substantively Consolidated)
Adv. Pro. No. 08-01789 (BRL)

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

:
**NOTICE OF APPEARANCE AND
REQUEST FOR SERVICE OF
NOTICES**

Defendant.

----- x
In re:

BERNARD L. MADOFF,

Debtor.

PLEASE TAKE NOTICE that Davis Polk & Wardwell LLP hereby appears in the above-captioned case as counsel to the persons and entities set forth in Appendix A below. Pursuant to Section 1109(b) of Title 11 of the United States Code (the "Bankruptcy Code") and Rules 2002, 9007, and 9010 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), Davis Polk & Wardwell LLP requests that all notices given or required to be given in this case, and all papers served or required to be

served in this case, be given and served upon the following persons at the addresses and numbers set forth below:

Karen E. Wagner
Denis J. McInerney
Dana M. Seshens
Jonathan D. Martin

DAVIS POLK & WARDWELL LLP
450 Lexington Avenue
New York, New York 10017
Telephone: (212) 450-4000
Facsimile: (212)701-5855

E-mails: denis.mcinerney@davispolk.com
 karen.wagner@davispolk.com
 dana.seshens@davispolk.com
 jonathan.martin@davispolk.com

PLEASE TAKE FURTHER NOTICE that the foregoing request includes, without limitation, any and all notices in respect of any application, motion, petition, pleading, request, complaint, demand, order or any other paper filed in this proceeding whether such notice is formal or informal, written or oral, and whether transmitted by hand delivery, United States Mail, electronic mail, expedited delivery service, telephone, telex, telecopy or otherwise.

This appearance and demand for notice and service of papers is not, and may not be deemed or construed to be, a consent to jurisdiction of the Bankruptcy Court over any of the persons or entities set forth in Appendix A. Further, this appearance and demand for notice and service of papers is not, and may not be deemed or construed to be, a waiver of the substantive or procedural rights of the persons and entities set forth in Appendix A, including without limitation: (i) the right to have final orders in non-core matters entered only after *de novo* review by a higher court, (ii) the right to trial by jury

in any proceeding so triable or in any case, controversy, or proceeding related hereto, (iii) the right to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal, or (iv) any other rights, claims, actions, defenses, setoffs, or recoupments to which the persons and entities set forth in Appendix A are or may be entitled, in law or in equity, all of which rights, claims, actions, setoffs, and recoupments are expressly reserved.

Dated: New York, New York
November 12, 2009

DAVIS POLK & WARDWELL LLP

By: /s/ Karen E. Wagner
Karen E. Wagner
Denis J. McInerney
Dana M. Seshens
Jonathan D. Martin

450 Lexington Avenue
New York, New York 10017
(212) 450-4000

*Attorneys for Sterling Equities Associates
and Certain Affiliates*

APPENDIX A

Sterling Equities Associates
Arthur Friedman
Saul Katz
David Katz
Gregory Katz
Michael Katz
L. Thomas Osterman
Marvin Tepper
Fred Wilpon
Jeffrey Wilpon
Richard Wilpon
Mets Limited Partnership